ABI Board of Directors Meeting Meeting Minutes
January 8, 2014 8:30 a.m. – 9:45 a.m.

A meeting of the Board of Directors was held on Wednesday, January 8, 2014, at the offices of Atlanta BeltLine, Inc. located at 86 Pryor Street, S.W., Suite 300, Conference Room A - Atlanta, Georgia. The following members were present to constitute a quorum:

Mr. John Somerhalder, Chair Ms. Elizabeth Chandler, Vice Chair Councilmember Andre Dickens Ms. Cathy Woolard Ms. Ernestine Garey Commissioner Emma Darnell

Atlanta BeltLine, Inc. staff present:

Mr. Paul F. Morris

Ms. Lisa Gordon

Ms. Patrise Perkins-Hooker

Mr. Marshall Norwood

Mr. Lee Harrop

Mr. Fred Yalouris

Mr. Kevin Burke

Mr. Nathan Conable

Mr. James Alexander

Ms. Beth McMillian

Mr. Tom Weyandt

CALL TO ORDER

Stated for the record, the Board of Directors meeting is called to order by Chair, John Somerhalder.

APPROVAL OF AGENDA

A motion to approve the agenda was made by Ernestine Garey and seconded by Vice Chair, Elizabeth Chandler. The agenda for Board of Directors meeting, January 8, 2014, was unanimously approved.

A motion to approve the minutes from the December 11, 2013 Board of Directors meeting was made by Cathy Woolard and seconded by Ernestine Garey. The minutes were unanimously approved.

FINANCIAL UPDATE

Mr. Marshall Norwood, Chief Financial Officer, presented the financial statements ending November 30, 2013. The external Auditor's Report for Year Ending June 30, 2013 was presented by Mauldin & Jenkins. Results and recommendations were presented by Joel Black, Partner. The accounting firm followed all applicable auditing standards and issued an unmodified opinion. Based on the outcome, no audit adjustments were found, resulting in a clean audit with no recommendations or comments. Mr. Black presented the presentation for the Board of Directors. Marshall Norwood noted the timing of ABI's audit completion of November, 2013 instead of December, 2013. The early completion allowed ABI's financials to roll up to Invest Atlanta in a timely manner that complimented the deadlines of the City of Atlanta.

ACTION ITEMS

At the request of the City of Atlanta, ABI was charged with leading the effort of the Streetcar Expansion Strategy. Nathan Conable provided a final update of the Streetcar Expansion Strategy; beginning with the city's plan of rail transit and followed by the four phases of the plan. Mr. Morris will provide Exhibit A of the full report to all Board of Directors members. A motion to approve the Resolution adopting the Streetcar Expansion Strategy was made by Councilmember Andre Dickens and seconded by Ernestine Garey. The Resolution of the Streetcar Expansion Strategy was unanimously approved.

CEO REPORTS

Paul Morris highlighted his report in the Board packet and activities in the month of December. This included the unanimous approval of the Strategic Implementation Plan. He also highlighted the following items:

Westside Gateway Trails - In design and on an accelerated schedule; moving into construction in the 3rd Quarter of 2014

Urban Agriculture Site - Broke ground for Phase II of the Urban Agriculture Site and looking to move into Phase III this summer

Affordable Housing - Working with Department of Community Affairs (DCA) on the new criteria list which resulted in ABI and the City of Atlanta generating more competitive

Public Safety/Path Force - Dedicated new headquarters at Lofts at Reynoldstown

City Council - Approval of the first two proactive rezoning efforts in subareas 3 & 5. The Unified Development Plan that knits all 10 subareas that creates a cohesive system which will come to the Board of Directors in the near future

Workplace Excellence - Moving forward and working with Invest Atlanta to identify next steps and options

New Team Members - Acknowledgement of two new team members, Jill Johnson (Director of Government Affairs) and Michelle Thomas (Assistant General Counsel) were noted. 2014 Performance Objectives are coming in the near future

Performance Objectives - In development process and will be presented to the Board **Gateway Groundbreaking Ceremony -** January 17, 2014 at 10:00 a.m.

STAFF REPORTS

Community Engagement Report- Beth McMillian: Hosting several meetings on topics to gain input from the community around environmental assessment, Streetcar Expansion Strategy, and the creation of a new study group (Midtown/Downtown Study Group) to capture input from the people who are inside the donut of Atlanta BeltLine. Public Information Open House on the Westside Trail scheduled for January 14, 2014. SIP informational briefings will be provided, beginning with City Council.

Communications Report - Ethan Davidson: Provided information on all visual channel and websites that provide information on Atlanta BeltLine. Targets in terms of webpage traffic has increase and we continue to grow ABI following on social media. Newly redesign newsletter (weekly) is publish and we are looking to roll out our mobile app in the near future. To raise funds and awareness of the Atlanta BeltLine, the merchandise online store is open.

Affordable Housing Report - James Alexander: In 2013 Invest Atlanta and ABI reached a key milestone in committing 100% of the BeltLine Affordable Housing Trust Fund dollars. We will be moving forward with an Affordable Housing Action Plan in 2014.

Program Management - Tiger V - Lee Harrop: The TIGER-funded Westside Trail is moving forward on schedule. ABI and GDOT staff continue to work together to meet the accelerated schedule required by FHWA. Our preliminary design will be submitted in late January with final design following in April.

EXEUTIVE SESSION

No Executive Session

ADJOURNMENT

With there being no further business, the Board of Directors meeting adjourned at approximately 9:37 a.m.

Respectively submitted,

Lee Harron, Assistant Secretary